

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

HONEYWELL INTERNATIONAL INC. and)	
HONEYWELL INTELLECTUAL PROPERTIES)	
INC.,)	
)	
Plaintiffs,)	C.A. No. 04-1338-KAJ
)	
v.)	
)	
APPLE COMPUTER, INC., et al.,)	
)	
Defendants.)	

**REPLY IN FURTHER SUPPORT OF
MOTION FOR WITHDRAWAL OF APPEARANCE**

In further support of their motion to withdraw as counsel for Defendant BOE HYDIS Technology Co., Ltd. ("BOE HYDIS") in the above-captioned matter, undersigned counsel, on behalf of the law firms of Potter Anderson & Corroon ("PAC") and Baker & McKenzie LLP ("BM"), assert as follows:

Due to the substantial unpaid fees currently owed to PAC and BM, as well as the Korean court Administrator's denial of BOE HYDIS's request for authorization to fund PAC's and BM's continued representation in this litigation, requiring PAC and BM to continue to represent BOE HYDIS would impose an unreasonable financial burden. Plaintiff does not dispute that withdrawal is permitted on these grounds, yet opposes the requested withdrawal due to the purported uncertainty it creates for Plaintiff's claim against BOE HYDIS. Any such uncertainty is a result of BOE HYDIS's current financial condition, however, not the request by PAC and BM to no longer act as counsel of record in the case.

Plaintiff raises several questions regarding the status of the legal proceedings instituted by BOE HYDIS in Korea and the effect of these proceedings on the instant litigation. Plaintiff requests contact information for replacement counsel, as well as information and documents reflecting the nature of the Korean proceeding. PAC and BM have provided to Plaintiff the name and contact information for BOE HYDIS's recently retained United States bankruptcy attorneys with the law firm Peitzman, Weg & Kempinsky LLP ("PWK") of Los Angeles, California. These attorneys are best positioned to provide precise information regarding the Korean proceedings, as well as any planned U.S. bankruptcy proceedings. In the meantime, submitted herewith as Exhibit "A" are what BOE HYDIS has forwarded to BM and PWK as the English translations of the orders from BOE HYDIS's proceedings before the Bankruptcy Division of the Seoul Central District Court.

Plaintiff has also requested that PAC and BM be required to submit a "definitive plan for keeping the case moving forward" against BOE HYDIS or, if BOE HYDIS seeks to be stayed or removed from the case, that the Court lift the current stay with respect to BOE HYDIS's customers. PAC and BM, not having authorization from the Korean court Administrator for funding to continue to represent BOE HYDIS, are not in a position to provide any such plan. Further, the issue of what effect a bankruptcy stay should have on this litigation is not one properly resolved in the context of this motion to withdraw. At the very least, resolution of that issue requires additional consideration and briefing by the parties (briefing which PAC and BM are not authorized to perform), and possibly input from any affected customer(s).

In sum, PAC and BM should not be required to continue to represent a client that has not paid, and cannot pay, its legal fees. Moreover, the concerns and issues raised by Plaintiff are the result of BOE HYDIS's uncertain financial condition, not the desire of PAC and BM to withdraw from this case. Undersigned counsel is neither authorized, nor in a position, to do more.

OF COUNSEL:

Kevin M. O'Brien
Jennifer Ancona Semko
BAKER & MCKENZIE LLP
815 Connecticut Avenue, NW
Washington, D.C. 20006
Tel: (202) 452-7000

Dated: November 3, 2006

759705/29979

POTTER ANDERSON & CORROON LLP

By: /s/ Richard L. Horwitz
Richard L. Horwitz (#2246)
David E. Moore (#3983)
Hercules Plaza, 6th Floor
1313 N. Market Street
Wilmington, Delaware 19801
Tel: (302) 984-6000
rhorwitz@potteranderson.com
dmoore@potteranderson.com

*Attorneys for Defendant
BOE HYDIS Technology Co., Ltd.*

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I, Richard L. Horwitz, hereby certify that on November 3, 2006, the within document was served via electronic mail and was electronically filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following and the document is available for viewing and downloading from CM/ECF:

Philip A. Rovner
Potter Anderson & Corroon LLP
1313 N. Market Street
Hercules Plaza, 6th Floor
Wilmington, DE 19899
provner@potteranderson.com

William J. Wade
Richards, Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19899-0551
wade@rlf.com

John W. Shaw
Karen Keller
Young, Conaway, Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899-0391
jshaw@ycst.com
kkeller@ycst.com

Frederick L. Cottrell, III
Chad Michael Shandler
Richards, Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19899-0551
Cottrell@rlf.com
shandler@rlf.com

Adam W. Poff
Young, Conaway, Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899-0391
apoff@ycst.com

Thomas L. Halkowski
Fish & Richardson P.C.
919 N. Market St., Suite 1100
P.O. Box 1114
Wilmington, DE 19899-1114
halkowski@fr.com

Thomas C. Grimm
Leslie A. Polizoti
Morris, Nichols, Arsht & Tunnell
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899
tgrimm@mnat.com
lpolizoti@mnat.com

Francis DiGiovanni
Connolly Bove Lodge & Hutz LLP
The Nemours Building
1007 North Orange Street
P.O. Box 2207
Wilmington, DE 19899
fdigiovanni@cblh.com

Amy Evans
Cross & Simon, LLC
913 N. Market Street, Suite 1001
P.O. Box 1380
Wilmington, DE 19899-1380
aevans@crosslaw.com

Karen L. Pascale
Young Conaway Stargatt & Taylor LLP
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899
kpascale@ycst.com

William J. Marsden, Jr.
Fish & Richardson, P.C.
919 N. Market Street, Suite 1100
P.O. Box 1114
Wilmington, DE 19899-1114
marsden@fr.com

Paul A. Bradley
Thomas D. Walsh
McCarter & English, LLP
919 N. Market Street, Suite 1800
Wilmington, DE 19899
pbradley@mccarter.com
twalsh@mccarter.com

Matthew Neiderman
Duane Morris LLP
1100 N. Market Street
Suite 1200
Wilmington, DE 19801
mneiderman@duanemorris.com

Robert J. Katzenstein
Smith, Katzenstein, & Furlow
800 Delaware Avenue, 7th Fl.
P.O. Box 410
Wilmington, DE 19899
rk Katzenstein@skfdelaware.com

Arthur G. Connolly, III
Connolly Bove Lodge & Hutz LLP
The Nemours Building
1007 North Orange Street
P.O. Box 2207
Wilmington, DE 19899
ac3@cblhlaw.com

Steven J. Balick
John G. Day
Ashby & Geddes
222 Delaware Avenue
17th Floor
Wilmington, DE 19899
sbalick@ashby-geddes.com
jday@ashby-geddes.com

David J. Margules
John M. Seaman
Bouchard Margules & Friedlander, P.A.
222 Delaware Avenue, Suite 1400
Wilmington, DE 19801
dmargules@bmf-law.com
jseaman@bmf-law.com

Monte Terrell Squire
Young Conaway Stargatt & Taylor LLP
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899
msquire@ycst.com

Gary William Lipkin
Duane Morris LLP
1100 N. Market Street
Suite 1200
Wilmington, DE 19801
gwlipkin@duanemorris.com

By: /s/ Richard L. Horwitz

Richard L. Horwitz
David E. Moore
Potter Anderson & Corroon LLP
Hercules Plaza, 6th Floor
1313 N. Market Street
P.O. Box 951
Wilmington, DE 19899-0951
(302) 984-6000
rhorwitz@potteranderson.com
dmoore@potteranderson.com

709365